

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

MAGTEN ASSET MANAGEMENT)	
CORPORATION and LAW DEBENTURE)	
TRUST COMPANY OF NEW YORK,)	
)	
Plaintiffs,)	
v.)	C.A. No. 04-1494-(JJF)
)	
NORTHWESTERN CORPORATION,)	<u>PUBLIC VERSION</u>
)	
Defendant.)	
<hr/>		
MAGTEN ASSET MANAGEMENT CORP.,)	
)	
Plaintiff,)	
v.)	C.A. Action No. 05-499 (JJF)
)	
MICHAEL J. HANSON and ERNIE J. KINDT,)	<u>PUBLIC VERSION</u>
)	
Defendants.)	

EXHIBIT 2

**EXHIBIT 2 OF DECLARATION OF JOHN W. BREWER IN SUPPORT OF
MAGTEN ASSET MANAGEMENT CORPORATION AND LAW DEBENTURE
TRUST COMPANY OF NEW YORK'S MOTION IN LIMINE TO EXCLUDE
THE EXPERT REPORT AND TESTIMONY OF CHRISTOPHER A. KEARNS**

Dale R. Dubé (No. 2863)	Kathleen M. Miller (No. 2898)
David W. Carickhoff (No. 3715)	SMITH KATZENSTEIN & FURLOW LLP
BLANK ROME LLP	800 Delaware Avenue
1201 Market Street, Suite 800	P. O. Box 410
Wilmington, DE 19801	Wilmington, DE 19899
Telephone: (302) 425-6400	John V. Snellings
Facsimile: (302) 425-6464	Amanda D. Darwin
	NIXON PEABODY LLP
Bonnie Steingart	100 Summer Street
Gary L. Kaplan	Boston, Massachusetts 02110-1832
John W. Brewer	
FRIED, FRANK, HARRIS, SHRIVER &	<i>Counsel for Law Debenture Trust Company</i>
JACOBSON LLP	<i>of New York</i>
One New York Plaza	
New York, NY 10004	
Telephone: (212) 859-8000	
Facsimile: (212) 859-4000	

Counsel for Magten Asset Management Corp.

EXHIBIT 2

REDACTED IN ITS ENTIRETY

CERTIFICATE OF SERVICE

I hereby certify that on this 7th day of February, 2008, I served by hand delivery and electronic filing the public version of **EXHIBIT 2** of the Declaration of John W. Brewer in support of Magten Asset Management Corporation and Law Debenture Trust Company of New York's Motion in Limine to Exclude the Expert Report and Testimony of Christopher A. Kearns using CM/ECF, which will send notification of such filing(s) to the following:

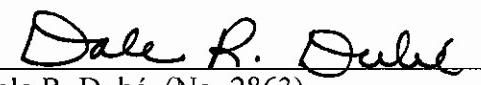
Denise Seastone Kraft, Esquire
Edwards Angell Palmer & Dodge LLP
919 North Market Street, 15th Floor
Wilmington, DE 19801

Victoria Watson Counihan, Esquire
Dennis A. Meloro, Esquire
Greenberg Traurig LLP
The Nemours Building
1007 North Orange Street, Suite 1200
Wilmington, DE 19801

I also certify that, on this 7th day of February, 2008, I served the aforementioned document, by email and Federal Express, upon the following participants:

Stanley T. Kaleczyc, Esquire
Kimberly A. Beatty, Esquire
Browning, Kaleczyc, Berry & Hoven, P.C.
139 North Last Chance Gulch
P.O. Box 1697
Helena, Mt 59624

Steven J. Reisman, Esquire
Joseph D. Pizzurro, Esquire
Nancy E. Delaney, Esquire
Miriam K. Harwood, Esquire
Myles Bartley, Esquire
Curtis, Mallet-Prevost, Colt & Mosle LLP
101 Park Avenue
New York, New York 10178-0061



Dale R. Dubé (No. 2863)